

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 08 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P97000086224 (7)

1. Corporation Name
THE INITIAL PHASE, INC.


Principal Place of Business
777 BRICKELL AVE., STE. 1111
MIAMI FL 33131

Mailing Address
777 BRICKELL AVE., STE. 1111
MIAMI FL 33131



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 7150 SW 62 Ave., #103 Suite, Apt. #, etc. 22 City & State 23 Miami, FL 33143 Zip Country 24 25		2a. Mailing Address 26 Same Suite, Apt. #, etc. 27 City & State 28 Same Zip Country 29 30		3. Date Incorporated or Qualified 10/01/1997	
4. FEI Number		X Applied For Not Applicable		5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		5.00 May Be Added to Fees		8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

g. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525 		10. Name and Address of New Registered Agent 81 Name Albert S. Elias 82 Street Address (P.O. Box Number is Not Acceptable) 7150 SW 62 Ave., Ste 103 83 City Miami, FL 85 Zip Code 33143	
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE  Albert S. Elias, President 1/6/98

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DPT	1.1 TITLE	7150 SW 62 Ave., #103 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ELIAS, ALBERT S	1.2 NAME	
STREET ADDRESS	777 BRICKELL AVE., STE. 1111	1.3 STREET ADDRESS	Miami, FL 33143
CITY-ST-ZIP	MIAMI FL 33131	1.4 CITY-ST-ZIP	
TITLE	DV	2.1 TITLE	7150 SW 62 Ave., #103 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ELIAS, GWYNN M	2.2 NAME	
STREET ADDRESS	777 BRICKELL AVE., STE. 1111	2.3 STREET ADDRESS	Miami, FL 33143
CITY-ST-ZIP	MIAMI FL 33131	2.4 CITY-ST-ZIP	
TITLE	DS	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ELIAS, GEORGE JR.	3.2 NAME	
STREET ADDRESS	777 BRICKELL AVE., STE. 1111	3.3 STREET ADDRESS	
CITY-ST-ZIP	MIAMI FL 33131	3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:  ALBERT S. ELIAS 1/6/98 305 661-4506

CR2E034 (10/97)